

United States Bankruptcy Court
Southern District of New York

In re BERLIN & DENMAR DISTRIBUTORS, INC.

Debtor

Case No.

Chapter

11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	1	\$ 0.00		
B - Personal Property	YES	3	\$ 4,394,491.00		
C - Property Claimed as Exempt	NO				
D - Creditors Holding Secured Claims	YES	1		\$ 600,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	2		\$ 0.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	19		\$ 3,367,915.09	
G - Executory Contracts and Unexpired Leases	YES	1			
H - Codebtors	YES	1			
I - Current Income of Individual Debtor(s)	NO	0			\$
J - Current Expenditures of Individual Debtor(s)	NO	0			\$
TOTAL		28	\$ 4,394,491.00	\$ 3,967,915.09	

In re: BERLIN & DENMAR DISTRIBUTORS, INC.,
DebtorCase No. _____
(If known)**SCHEDULE A - REAL PROPERTY**

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
NONE				
Total ➤			0.00	

(Report also on Summary of Schedules.)

In re **BERLIN & DENMAR DISTRIBUTORS, INC.**

Debtor

Case No. _____

(If known)

SCHEDULE B - PERSONAL PROPERTY

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand				500.00
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		CHECKING ACCOUNT 1501178794 AT SIGNATURE BANK, HUNTS POINT MARKET, BRONX, NY		1,000.00
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		CHECKING ACCOUNT 1501178787 AT SIGNATURE BANK, HUNTS POINT MARKET, BRONX, NY		0.00
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		CHECKING ACCOUNT 647723794 AT HSBC, HUNTS POINT MARKET, BRONX, NY		2,000.00
Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		CHECKING ACCOUNT 9983185747 AT CITIBANK HUNTS POINT MARKET, BRONX, NY		15,000.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			

In re BERLIN & DENMAR DISTRIBUTORS, INC.

Debtor

Case No. _____

(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		COOPERATIVE SHARES IN WAREHOUSE AT HUNTS POINT COOPERATIVE MARKET VALUE IS ESTIMATED AND SUBJECT TO APPRAISAL BY COURT		1,000,000.00
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		ACCOUNTS RECEIVABLE SHORT TERM A/R IS \$564,034.55 VALUE IS SUBJECT TO APPRAISAL BY A COURT OF COMPETENT JURISDICTION		2,933,826.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.		TRADEMARK OF BERLIN & DENMAR DISTRIBUTORS VALUE IS UNKNOWN AND SUBJECT TO APPRAISAL BY A COURT OF COMPETENT JURISDICTION		UNKNOWN
23. Licenses, franchises, and other general intangibles. Give particulars.	X			

In re BERLIN & DENMAR DISTRIBUTORS, INC.

Debtor

Case No. _____

(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.		CUSTOMER LIST OF BUSINESS		UNKNOWN
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		DESKS, CHAIRS, SOFA, COMPUTER AND CALCULATOR		3,500.00
29. Machinery, fixtures, equipment and supplies used in business.		VARIOUS FREEZERS AND FORKLIFTS VALUE SUBJECT TO APPRAISAL BY A COURT OF COMPETENT JURISDICTION		15,000.00
30. Inventory.		INVENTORY LOACATED AT PREMISES		423,665.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			
<u>2</u> continuation sheets attached				Total
				\$4,394,491.00

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS** Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.			VALUE \$0.00				UNKNOWN	0.00
NMHG FINANCIAL PO BOX 643749 PITTSBURGH, PA 15264-3749								
ACCOUNT NO.	X		Mortgage COOPERATIVE SHARES IN WAREHOUSE AT HUNTS POINT COOPERATIVE MARKET VALUE IS ESTIMATED AND SUBJECT TO APPRAISAL BY COURT VALUE \$1,000,000.00	X			450,000.00	0.00
SIGNATURE BANK 565 FIFTH AVENUE NEW YORK, NY 10017								
ACCOUNT NO.	X		LINE OF CREDIT ACCOUNTS RECEIVABLE SHORT TERM A/R IS \$564,034.55 VALUE IS SUBJECT TO APPRAISAL BY A COURT OF COMPETENT JURISDICTION VALUE \$2,933,826.00				150,000.00	0.00
SIGNATURE BANK 565 FIFTH AVENUE NEW YORK, NY 10017								

0 continuation sheets
attachedSubtotal ↗
(Total of this page)

\$ 600,000.00	\$ 0.00
\$ 600,000.00	\$ 0.00

Total ↗
(Use only on last page)(Report also on Summary of
(If applicable, report
Schedules)
also on Statistical
Summary of Certain
Liabilities and
Related Data.)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re **BERLIN & DENMAR DISTRIBUTORS, INC.**

Debtor

Case No.

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

Type of Priority: Taxes and Certain Other Debts Owed to Governmental Units

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See <i>instructions</i> above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
				X	X	X	0.00	0.00	\$0.00
ACCOUNT NO. INTERNAL REVENUE SERVICE P.O. BOX 21126 PHILADELPHIA, PA 19114			FOR NOTICE PURPOSES ONLY	X	X	X	0.00	0.00	\$0.00
ACCOUNT NO. NEW YORK STATE DEPARTMENT OF FINANC BANKRUPTCY/SPECIAL PROCEDURES SECT P.O. BOX 5300 ALBANY, NY 12205-0300			FOR NOTICE PURPOSES ONLY	X	X	X	0.00	0.00	\$0.00
ACCOUNT NO. NYC DEPARTMENT OF FINANCE ATTN: LEGAL AFFAIRS - DEVORA COHN 345 ADAMS STREET, 3RD FL BROOKLYN, NY 11201			FOR NOTICE PURPOSES ONLY	X	X	X	0.00	0.00	\$0.00

Sheet no. 1 of 1 continuation sheets attached to Schedule of
Creditors Holding Priority ClaimsSubtotals
(Totals of this page)

\$ 0.00	\$ 0.00	\$ 0.00
\$ 0.00		
	\$ 0.00	\$ 0.00
	\$ 0.00	\$ 0.00

Total
(Use only on last page of the completed
Schedule E. Report also on the Summary of
Schedules.)Total
(Use only on last page of the completed
Schedule E. If applicable, report also on the
Statistical Summary of Certain Liabilities and
Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS** Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						42,279.08
AFFCO 8160 BAY MEADOWS WAY WEST SUITE 150 JACKSONVILLE, FL						
ACCOUNT NO.						1,147.99
AL AND JOHN INC. 444 MARSHALL STREET PATERSON, NJ 07503						
ACCOUNT NO.						17,042.18
AMERICAN FOODS GROUP PO BOX 578 ALEXANDRIA, MN 56308						
ACCOUNT NO.						79,331.93
APJ MEATS, INC. 183 LANDRUM LANE SUITE 204 PONTE VEDRA BEACH, FL 32082						
ACCOUNT NO.						1,094.40
ARMOUR SPECIALTY MARKETING CONAGRA FOOD INGREDIENTS 12403 COLLECTIONS CENTER D CHICAGO, IL 60693						

18 Continuation sheets attached

Subtotal	\$ 140,895.58
Total	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							23,260.99
ARMOUR-ECKRICH MEATS 146222 COLLECTIONS CENTER D CHICAGO, IL 60693							
ACCOUNT NO.							2,027.40
ARNOLDS MEAT 274 HEYWARD STREET BROOKLYN, NY 11206							
ACCOUNT NO.							6,713.60
AVA PORK PRODUCT 1100 FLUSHING AVENUE BROOKLYN, NY 11237							
ACCOUNT NO.							56,166.05
BELLBOY IMPORT CORP. 2220 FLORIDA AVENUE SOUTH ST. LOUIS, MN 55426							
ACCOUNT NO.							16,815.00
BERWICK INTERNATIONAL 223 MAIN STREET CHATHAM, NJ 07928							

Sheet no. 1 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$ 104,983.04
Total	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						953.68
BEST PROVISION 144 AVON AVENUE NEWARK, NJ 07108						
ACCOUNT NO.						811.34
BIG RED LTL TRANSPORT INC. PO BOX 88 GREAT MEADOWS, NJ 07838						
ACCOUNT NO.						5,348.19
BRODY INTERNATIONAL 1356 ARBORDALE ROAD WYNNEWOOD, PA 19096						
ACCOUNT NO.						3,037.75
C&C MEATS BLDG. F-4 HUNTS POINT CO-OP BRONX, NY 10474						
ACCOUNT NO.						120,640.35
CAGLE'S INC. PO BOX 1070 CHARLOTTE, NC 28201						

Sheet no. 2 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal ↗	\$ 130,791.31
Total ↗	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							19,437.23
CARGILL FOOD DISTRIBUTION PO BOX 428 BRIDGEPORT, NJ 08014							
ACCOUNT NO.							4,170.00
CASING ASSOCIATES 1120 CLOSE AVENUE BRONX, NY 10472							
ACCOUNT NO.							5,224.90
CIBAO MEAT 630 ST. ANN'S AVENUE BRONX, NY 10455							
ACCOUNT NO.							3,486.10
CIRCLE CHEESE LLC 21 GREENWAY SOUTH WEST HEMPSTEAD, NY 11552							
ACCOUNT NO.							28,537.44
CIRCLE FOOD 21 GREENWAY SOUTH WEST HEMPSTEAD, NY 11552							

Sheet no. 3 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	➤	\$ 60,855.67
		\$
Total	➤	\$
		\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							22,494.83
COLORADO FOOD 711 E. BELLEVUE AVENUE SUITE 204 GREENWOOD VILLAGE, CO 80111							
ACCOUNT NO.							42,250.31
COUNTRY FRESH AMERICA INC PO BOX 1614 ZEPHYR COVE, NV 89448							
ACCOUNT NO.							2,965.72
DAVID MOSNER BLDG E8 HUNTS POINT CO-OP MKT BRONX, NY 10474							
ACCOUNT NO.							3,387.29
DE LAGE LANDEN PO BOX 41602 PHILADELPHIA, PA 19101							
ACCOUNT NO.							11,952.56
EMPIRE HEALTH CHOICE HMO PO BOX 11532A NEW YORK, NY 10286							

Sheet no. 4 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	83,050.71
Total	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							602.76
FEDEX PO BOX 371461 PITTSBURGH, PA 15250							
ACCOUNT NO.							12,850.01
FERRIS STAHL MEYER 1560 BOONE AVENUE BRONX, NY 10460							
ACCOUNT NO.							1,241.50
FOOD DIRECT BLDG 6 BRONX, NY 11385							
ACCOUNT NO.							30,320.75
FOOD NATION 47-05 METROPOLITAN AVENUE RIDGEWOOD, NJ 11385							
ACCOUNT NO.							3,338.70
FREEZPAK LOGISTICS 162 RAILROAD AVENUE PATERSON, NJ 07501							

Sheet no. 5 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	→	\$ 48,353.72
		\$
Total	→	\$
		\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							123,934.89
G&C FOODS PO BOX 937 SYRACUSE, NY 13201							
ACCOUNT NO.							39,197.42
GAUPP MEATS PO BOX 21776 PHILADELPHIA, PA 19146							
ACCOUNT NO.							71,154.20
GEORGE'S FOOD PO BOX 2030 SPRINGDALE, AR 72							
ACCOUNT NO.							9,773.75
GREEN VILLAGE PACKING BRITTEN ROAD PO BOX 204 GREEN VILLAGE, NJ 07935							
ACCOUNT NO.							7,438.55
HANSEL & GRETEL 79-36 COOPER AVENUE GLENDALE, NY 11385							

Sheet no. 6 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	251,498.81
Total	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR <input type="checkbox"/> HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	AMOUNT OF CLAIM		
			CONTINGENT	UNLIQUIDATED	DISPUTED
ACCOUNT NO.	X				149,610.51
HATFIELD INC PO BOX 800 HATFIELD, PA 19440-0800					
ACCOUNT NO.					44,602.86
HERFURTH BROTHERS RT 209 GILBERT, PA 18331					
ACCOUNT NO.					23,510.75
HUNTS POINT CO-OP MARKET 355 FOOD CENTER DRIVE BRONX, NY 10474					
ACCOUNT NO.					102,251.10
INDIANA PACKERS CORP PO BOX 667004 INDIANAPOLIS, IN 46266					
ACCOUNT NO.					135,508.82
JBS DISTRIBUTION 249 ALLENTOWN ROAD SOUDERTON, PA 18964					

Sheet no. 7 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$ 455,484.04
Total	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							16,660.00
KINGSLAND FOODS 58-51 MASPETH AVENUE MASPETH, NY 11378							
ACCOUNT NO.							28,962.76
LADY FOREST FARMS PO DRAWER D FOREST, MS 39074							
ACCOUNT NO.							77,797.47
LANCASTER QUALITY PORK 5600 1ST AVENUE BROOKLYN, NY 11220							
ACCOUNT NO.							10,050.49
LAUBSCHER CHEESE CO. 1468 N. PERRY HIGHWAY MERCER, PA 16137-9516							
ACCOUNT NO.							110,760.34
LAWRENCE WHOLESALE 45 WILSON AVENUE ENGLISHTOWN, NJ 07726							

Sheet no. 8 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	→	\$ 244,231.06	
Total		→	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							14,699.93
LEIDY'S INC. PO BOX 2 HARLEYVILLE, PA 19438							
ACCOUNT NO.							4,973.70
LIND BRAND PRODUCTS 307 PONDSIDE DRIVE WHITE PLAINS, NY 10607							
ACCOUNT NO.							2,321.42
LJ CAMPBELL BLDG. D6 HUNTS POINT CO-OP MARKET BRONX, NY 10474							
ACCOUNT NO.						X	160,416.91
LOUIS STENDARDI 1533 BATH AVENUE BROOKLYN, NY 11228							
ACCOUNT NO.							11,910.00
MARITIME FISH PRODUCT 330 MANIDA STREET BRONX, NY 10474							
ACCOUNT NO.							

Sheet no. 9 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	194,321.96
Total	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR <small>HUSBAND, WIFE, JOINT OR COMMUNITY</small>	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						1,362.72
MARKET DISTRIBUTERS BLDG A HUNTS POINT CO-OP MARKET BRONX, NY 10474						
ACCOUNT NO.						2,513.94
MEAT INNOVATIONS E-E HUNTS POINT CO-OP MKT BRONX, NY 10474						
ACCOUNT NO.						19,508.83
MENDON TRUCK LEASING 362 KINGSLAND AVENUE BROOKLYN, NY 11222						
ACCOUNT NO.						823.90
MOORE'S B-20 HUNTS POINT CO-OP MARKET BRONX, NY 10474						
ACCOUNT NO.	X					204,166.92
MOUNTAIRE FARMS PO BOX 520 SELBYVILLE, DE 19975						

Sheet no. 10 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	228,376.31
Total	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR <small>HUSBAND, WIFE, JOINT OR COMMUNITY</small>	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						3,225.21
MRS RESSLERS PO BOX 5717 PHILADELPHIA, PA 19120						
ACCOUNT NO.						446.54
MURRAY BERKOWITZ E-10 HUNTS POINT CO-OP MARKET BRONX, NY 10474						
ACCOUNT NO.						2,875.57
N. WINER & SONS, INC. 207 LIBERTY STREET SPRINGFIELD, MA 01104						
ACCOUNT NO.						15,689.00
NAFFCO 7901 OCEANO AVENUE JESSUP, MD 20794						
ACCOUNT NO.						94,545.35
NEBRASKALAND BLDG E-15 HUNTS POINT CO-OP BRONX, NY 10474						

Sheet no. 11 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	116,781.67
		\$
Total	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						6,970.95
NELMS EGG DEPOT 1144 BRONX RIVER AVENUE BRONX, NY 10472						
ACCOUNT NO.						3,133.90
ON POINT FUEL 1317 OAKPOINT AVENUE BRONX, NY 10474						
ACCOUNT NO.						3,325.80
ORAZIO & SONS 5600 FIRST AVENUE BROOKLYN, NY 11220						
ACCOUNT NO.						1,067.02
PLAUT & STERN BLDG. D9 HUNTS POINT CO-OP MARKET BRONX, NY 10474						
ACCOUNT NO.						1,290.50
PORK KING BLDG D9 HUNTS POINT CO-OP MARKET BRONX, NY 10474						

Sheet no. 12 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	15,788.17
		\$
Total	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR <small>HUSBAND, WIFE, JOINT OR COMMUNITY</small>	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						163,684.49
PORKY PRODUCTS PO BOX 18057 NEWARK, NJ 07191						
ACCOUNT NO.						86.72
PREFERRED FREEZER NEWARK 360 AVENUE P NEWARK, NJ 07105						
ACCOUNT NO.						1,018.54
Q-TEL PO BOX 234442 GREAT NECK, NY 11023						
ACCOUNT NO.					X	350,707.70
RAY MILLAN 80 S. CHERRY VALLEY AVENUE WEST HEMPSTEAD, NY 11552						
ACCOUNT NO.						4,032.00
READY RAW 1 ETHEL BLVD. WOODBRIDGE, NJ 07075						

Sheet no. 13 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	519,529.45
Total	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
Debtor

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR <small>HUSBAND, WIFE, JOINT OR COMMUNITY</small>	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						61,321.80
ROBINSON & HARRISON PO BOX 2615 SALISBURY, MD 21802						
ACCOUNT NO.						37,012.71
RYDING REGENCY 70 GLEN SCARLET ROAD TORONTO, ON M6N 1P4 CANADA						
ACCOUNT NO.						31,343.14
SAVAGE POULTRY PO BOX 315 LITITZ, PA 17543						
ACCOUNT NO.						51,281.71
SIOUX PREME PACKING DEP CH 19055 PALANTINE, IL 60055-9055						
ACCOUNT NO.						640.16
SPRINT PO BOX 105243 ATLANTA, GA 30348						

Sheet no. 14 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	181,599.52
		\$
Total	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR <small>HUSBAND, WIFE, JOINT OR COMMUNITY</small>	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						13,227.12
ST. HELEN'S MEAT PACKERS 1 GLENN SCARLET ROAD TORONTO, ON N6N1P5 CANADA						
ACCOUNT NO.						36,237.60
STAR FOOD 2853 EXECUTIVE PARK DRIVE SUITE 105 WESTON, FL 33331						
ACCOUNT NO.						3,748.33
STATE INSURANCE FUND WORKERS COMPENSATION FUND PO BOX 5262 BINGHAMTON, NY 13902						
ACCOUNT NO.						139,173.28
TIMBERLAKE FOODS PO BOX 3101 TUPELO, MS 38803						
ACCOUNT NO.						3,319.42
TIP TOP PO BOX 281954 ATLANTA, GA 30384						

Sheet no. 15 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$ 195,705.75
Total	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							5,664.00
TORRY HARRIS 536 FAYETTE STREET PERTH AMBOY, NJ 08861							
ACCOUNT NO.							103,630.15
TROPICAL CHEESE PO BOX 1357 PERTH AMBOY, NJ 08862							
ACCOUNT NO.							36,701.49
TYSON FRESH MEATS JP MORGAN-TYSON FRESH MEATS 140 CHARLES W. GRANT PKWY ATLANTA, GA 30354							
ACCOUNT NO.							
UFCW LOCAL 342 PO BOX 328 MINEOLA, NY 11501			ARBITRATION AWARD	X	X		UNKNOWN
ACCOUNT NO.							
UFCW LOCAL 342 PO BOX 328 MINEOLA, NY 11501							608.20

Sheet no. 16 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	146,603.84
Total	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						386.22
US MEATS COMPANY D2 HUNTS POINT CO-OP MARKET BRONX, NY 10474						
ACCOUNT NO.						11,782.00
UTICA NATIONAL INSURANCE BILLING DEPT. PO BOX 6532 UTICA, NY 13504-6532						
ACCOUNT NO.						51,574.87
VISTA FOOD EXCHANGE BLDG B101 HUNTS POINT CO-OP BRONX, NY 10474						
ACCOUNT NO.						64,265.71
WAYBEST FOODS COUNTY DISTRIBUTORS INC. 1510 ROUTE 5, PO BOX 53 SOUTH WINDSOR, CT 06074						
ACCOUNT NO.						43,367.16
WEINSTEIN PO BOX 415468 BOSTON, MA 02241						

Sheet no. 17 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$	171,375.96
Total		\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.						8,565.33
WESTERN WHOLESALE MEATS F-4 HUNTS POINT CO-OP MKT BRONX, NY 10474						
ACCOUNT NO.						60,197.19
WOLVERINE PACKING PO BOX 79001 DETROIT, MI 48279						
ACCOUNT NO.						8,926.00
WORLD WIDE FISH F-5 HUNTS POINT CO-OP MKT BRONX, NY 10474						

Sheet no. 18 of 18 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	\$ 77,688.52
Total	\$ 3,367,915.09

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re: BERLIN & DENMAR DISTRIBUTORS, INC.
DebtorCase No. _____
(If known)**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES** Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
ACTIVE DIGITAL SOLUTIONS, INC. 150 S. TERRACE AVENUE MOUNT VERNON, NY 10550	LEASE OF COPIER
DE LAGE LANDEN PO BOX 41602 PHILADELPHIA, PA 19101	LEASE OF THREE FORK LIFTS
HUNTS POINT COOPERATIVE MARKET C101 355 FOOD CENTER DRIVE BRONX, NY 10474	PROPRIETARY LEASE ON COMMERCIAL COOP
MENDON TRUCK LEASING 840 GARRISON AVENUE BRONX, NY 10474	LEASE OF COMMERCIAL TRUCK
NISSAN P.O. BOX 17123 BALTIMORE, MD 21297	LEASE OF NISSAN SENTRA

In re: **BERLIN & DENMAR DISTRIBUTORS. INC.**

Debtor

Case No. _____

(If known)

SCHEDULE H - CODEBTORS Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
LEE GROSS 59 CEDAR LANE CLOSTER, NJ 07624	HATFIELD INC PO BOX 800 HATFIELD, PA 19440-0800
MICHAEL TULIMER 50 HANSON LANE NEW ROCHELLE, NY 10804	
NORMAN MILEKOWSKI 7 STERLING COURT FAIRFIELD, CT 07004	
LEE GROSS 59 CEDAR LANE CLOSTER, NJ 07624	MOUNTAIRE FARMS PO BOX 520 SELBYVILLE, DE 19975
MICHAEL TULIMER 50 HANSON LANE NEW ROCHELLE, NY 10804	
NORMAN MILEKOWSKI 7 STERLING COURT FAIRFIELD, CT 07004	
LEE GROSS 59 CEDAR LANE CLOSTER, NJ 07624	SIGNATURE BANK 565 FIFTH AVENUE NEW YORK, NY 10017
LEE GROSS 59 CEDAR LANE CLOSTER, NJ 07624	SIGNATURE BANK 565 FIFTH AVENUE NEW YORK, NY 10017
MICHAEL TULIMER 50 HANSON LANE NEW ROCHELLE, NY 10804	SIGNATURE BANK 565 FIFTH AVENUE NEW YORK, NY 10017
MICHAEL TULIMER 50 HANSON LANE NEW ROCHELLE, NY 10804	SIGNATURE BANK 565 FIFTH AVENUE NEW YORK, NY 10017
NORMAN MILEKOWSKI 7 STERLING COURT FAIRFIELD, CT 07004	SIGNATURE BANK 565 FIFTH AVENUE NEW YORK, NY 10017
NORMAN MILEKOWSKI 7 STERLING COURT FAIRFIELD, CT 07004	SIGNATURE BANK 565 FIFTH AVENUE NEW YORK, NY 10017

In re BERLIN & DENMAR DISTRIBUTORS, INC.
Debtor

Case No. _____
(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

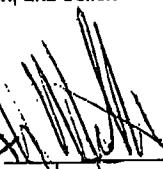
DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

(NOT APPLICABLE)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I NORMAN MILEKOWSKI, the VICE PRESIDENT of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 29 sheets (Total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date 10/20/10

Signature: 

NORMAN MILEKOWSKI VICE PRESIDENT

[Print or type name of individual signing on behalf of debtor.]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C §§ 152 and 3571.